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May 11, 2007

FILED ELECTRONICALLY AND ORIGINAL FIRST CLASS MAIL SERVICE

The Honorable Charles L.A. Terreni
Chief Clerk
South Carolina Public Service Commission
Synergy Business Park, Saluda Building
101 Executive Center Dr., Suite 100
Columbia, SC 29210

RE: Application of Startec Global Communications Corporation and Startec
Global Operating Company for Authority *Nunc Pro Tunc* for a *Pro Forma*
Corporate Restructuring
Docket No. 2007-111-C, ELS No. 1288-11418

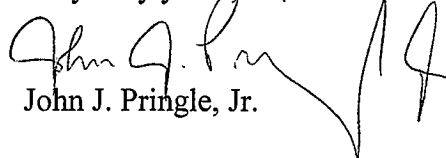
Dear Mr. Terreni:

Enclosed is the original and one (1) copy of the **Verified Testimony of Robert Felgar** filed on behalf of the Applicants in the above-referenced docket. The return date has passed without intervention.

Accordingly, *the Applicants hereby request that the Commission consider this matter at the weekly agenda meeting scheduled for Wednesday May 16th.* Applicants hereby waive their right to a formal hearing in this Docket.

Please acknowledge your receipt of this document by file-stamping the copy of this letter enclosed, and returning it with the bearer of these documents.

Very truly yours,


John J. Pringle, Jr.

JJP/cr

cc: C. Lessie Hammonds, Esquire
Mr. Robert Felgar
Catherine Wang, Esq./Brett P. Ferenchak, Esq./Jeffrey R. Strenkowski, Esq.

Enclosures

**THIS DOCUMENT IS AN EXACT DUPLICATE OF THE E-FILED COPY SUBMITTED TO
THE COMMISSION IN ACCORDANCE WITH ITS ELECTRONIC FILING INSTRUCTIONS.**

BEFORE THE
PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

In the Matter of the Joint Application of)

STARTEC GLOBAL COMMUNICATIONS)
CORPORATION, and)

STARTEC GLOBAL OPERATING COMPANY)

Docket No. 2007-111-C

For Authority *Nunc Pro Tunc* for a)
Pro Forma Corporate Restructuring,)
_____)

PRE-FILED TESTIMONY OF ROBERT FELGAR
ON BEHALF OF
STARTEC GLOBAL COMMUNICATIONS CORPORATION
AND STARTEC GLOBAL OPERATING COMPANY

May 7, 2007

Docket No. 2007-111-C

A. I have over nine years of experience in the telecommunications industry. I practiced telecommunications law in law firms for over seven years representing both incumbent

1 and competitive telecommunications providers before the Federal Communications
2 Commission and state public utility commissions. I have served as in-house counsel for
3 the Company for approximately two years and have been responsible for relations with
4 government regulatory agencies and regulatory compliance.

5 I received a Bachelor of Arts degree in 1992 from McGill University in Montreal,
6 Quebec, Canada; a Master of Arts degree in economics in 1994 from Queen's University
7 in Kingston, Ontario, Canada; and a Juris Doctor degree in 1997 from The George
8 Washington University Law School in Washington, D.C.

9 **Q. Have you previously testified before the Public Service Commission of South**
10 **Carolina?**

11 A. No.

12 **Q. What is the purpose of your testimony?**

13 A. The purpose of my testimony is to describe and support the Joint Application of Startec
14 Global Communications Corporation and Startec Global Operating Company for
15 Authority *Nunc Pro Tunc* for a *Pro Forma* Corporate Restructuring.

16 **Q. Please describe Startec Global Communications Corporation and Startec Global**
17 **Operating Company.**

18 A. Startec Global Operating Company is a Delaware corporation with its principal place of
19 business located at 7361 Calhoun Place, Suite 650, Rockville, Maryland 20855. Startec
20 is a wholly owned subsidiary of Startec Global Communications Corporation, a Delaware
21 corporation whose principal business is telecommunications. Startec provides long
22 distance, Internet, and other communications services in over 45 states and

1 internationally. Startec provides its services primarily to customers who place a
2 significant number of calls to international destinations.

3 **Q. Are you familiar with the Application of Startec Global Communications**
4 **Corporation and Startec Global Operating Company for Authority *Nunc Pro Tunc***
5 **to Conduct a *Pro Forma* Corporate Restructuring submitted by SGCC and Startec**
6 **on March 29, 2007 (“Application”)?**

7 A. Yes. I am familiar with the Application.

8 **Q. Are there any changes or updated information of which the Commission should be**
9 **aware?**

10 A. No.

11 **Q. Do you ratify and confirm the statements that are made in the Application?**

12 A. Yes, I do.

13 **Q. Please describe the *pro forma* restructuring.**

14 A. A *pro forma* corporate restructuring was completed on December 27, 2006 in which
15 Startec Global Licensing Company (“SGLC”), an entity that was also 100% owned by
16 SGCC and which originally held a Certificate of Public Convenience and Necessity to
17 provide resold interexchange telecommunications services granted by the Commission
18 (the “Certificate”),¹ was merged with and into Startec, with Startec surviving. As a result
19 of the merger, SGLC ceased to exist and Startec became the operating
20 telecommunications service provider in South Carolina. All the telecommunications
21 assets of SGLC, including the Certificate, were transferred to Startec as a result of the

¹ The Certificate was originally granted to SGCC by Order No. 1999-109 issued by the Commission in Docket No. 98-606-C (July 28, 1999). The Certificate was transferred from SGCC to SGLC by Order No. 1999-109, issued by the Commission in Docket No. 98-606-C on February 10, 1999.

1 merger. Upon completion of this *pro forma* corporate restructuring, Startec also assumed
2 the customers and operations of SGLC.

3 **Q. Was Commission authorization obtained for the *pro forma* restructuring?**

4 A. On advice of its outside consultants, Startec planned to characterize this transaction as a
5 change in carrier name. Startec and SGCC now understand that Commission approval is
6 required for this type of *pro forma* restructuring because a new entity will provide service
7 in South Carolina and, therefore, Startec and SGCC filed the Application as soon as
8 possible after learning that Commission authorization is required. Startec and SGCC
9 request that the Commission approve the Application on a *nunc pro tunc* basis. This *pro*
10 *forma* change has not resulted in confusion or inconvenience to its customers or any
11 change in the services that they receive. The *pro forma* change was undertaken to
12 streamline and eliminate inefficiencies from the business and administrative operations
13 of SGLC and Startec.

14 Thus, to the extent required, Applicants respectfully request that the Commission
15 authorize the *pro forma* restructuring on a *nunc pro tunc* basis, including the merger of
16 Startec and SGLC and the resulting transfer of the South Carolina telecommunications
17 assets of SGLC to Startec.

18 **Q. How were customers affected by the *pro forma* restructuring?**

19 A. The transaction, which resulted in a change in the entity authorized to provide
20 telecommunications service in South Carolina, was strictly *pro forma* in nature and did
21 not adversely affect the provision of telecommunications services in South Carolina.
22 There was no change in the ultimate ownership or control, nor in the management or day-
23 to-day operations in South Carolina as a result of the transaction. Service is provided

1 using the same network, billing systems and customer service operations used by SGLC.
2 Startec is managed by the same highly qualified management team that managed SGLC.
3 In addition, customers are provided service pursuant to a Customer Service Agreement
4 posted on Startec's website and tariffs that offer all of the services offered by SGLC, as
5 applicable, under the same rates, terms, and conditions. To the extent necessary, Startec
6 will file tariffs to incorporate the rates, terms, and conditions offered.

7 **Q. What are the qualifications of Startec?**

8 A. Startec has the same financial, technical and managerial qualifications to operate in South
9 Carolina as SGLC. As noted above, Startec offers the same products and services as
10 SGLC. Startec's tariff will mirror the tariff of SGLC, and, if necessary, Startec will
11 resubmit such tariff upon approval of this Application. Further, the key managerial and
12 operational personnel that served SGLC also serve Startec.

13 **Q. Did the change in *pro forma* corporate restructuring further the public interest?**

14 A. Yes. The *pro forma* corporate restructuring was consistent with the public interest since
15 Startec continued, without interruption or change, the competitive operations of SGLC in
16 South Carolina. Moreover, the *pro forma* restructuring was completed in a fashion that
17 did not adversely affect the provision of telecommunications services in South Carolina
18 or result in any disruption or alternation of services. The *pro forma* restructuring was
19 merely an internal corporate transaction that was transparent to consumers and has not in
20 any way inconvenienced or caused harm to customers.

21 **Q. Does this conclude your testimony?**

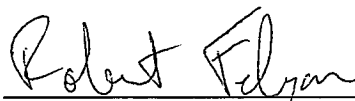
22 A. Yes, it does.

STATE OF MARYLAND
COUNTY OF MONTGOMERY

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VERIFICATION

I, Robert Felgar, state that I am General Counsel and Secretary of Startec Global Operating Company; that I am authorized to make this Verification on behalf of Startec Global Operating Company; that the foregoing testimony was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Robert Felgar
General Counsel & Secretary
Startec Global Operating Company

Sworn and subscribed before me this 3rd day of May, 2007.



Notary Public

My commission expires 6/18/07

